

**\$19,130,000**  
**CITY OF BURBANK**  
**Wastewater Treatment Revenue Bonds, 2004 Series A**

**SCHEDULE OF TRANSCRIPT DOCUMENTS**

**A. BASE LEGAL DOCUMENTS**

1. List of Financing Participants.
2. City of Burbank (the "City") Resolution No. 26,795, entitled "A RESOLUTION OF THE COUNCIL OF THE CITY OF BURBANK AUTHORIZING THE ISSUANCE OF NOT TO EXCEED \$21,000,000 PRINCIPAL AMOUNT OF WASTEWATER TREATMENT REVENUE BONDS, 2004 SERIES A, APPROVING AND AUTHORIZING AND DIRECTING EXECUTION OF A THIRD SUPPLEMENTAL INDENTURE OF TRUST RELATING TO SUCH BONDS AND AN ESCROW DEPOSIT AND TRUST AGREEMENT RELATING TO THE REFUNDING OF ALL OR A PORTION OF THE CITY'S OUTSTANDING WASTEWATER TREATMENT REFUNDING REVENUE BONDS, 1995 SERIES A, AUTHORIZING THE SALE OF BONDS, APPROVING THE FORM, AND AUTHORIZING DISTRIBUTION, OF AN OFFICIAL STATEMENT FOR USE IN CONNECTION WITH THE SALE OF SUCH BONDS AND AUTHORIZING OFFICIAL ACTION," adopted by the City Council of the City on September 14, 2004, together with Certificate Regarding City Resolution.
3. Acknowledgment No. 2004-1633 of Receipt of Report of Proposed Debt Issuance from the California Debt and Investment Advisory Commission ("CDIAC"), together with Report.
4. Preliminary Official Statement, dated September 16, 2004.
5. Bond Purchase Agreement, dated September 21, 2004 (the "Bond Purchase Agreement"), by and between E. J. De La Rosa & Co., Inc., as underwriter (the "Underwriter"), and the City.
6. Indenture of Trust, dated as of June 15, 1987, by and between the City and Bank of America National Trust and Savings Association, as trustee, as supplemented by the First Supplemental Indenture of Trust, dated as of May 1, 1993, by and between the City and Bank of America National Trust and Savings Association, as trustee, as supplemented by the Second Supplemental Indenture of Trust, dated as of October 1, 1995, by and between the City and Dai-Ichi Kangyo Bank of California, as successor to Bank of America National Trust and Savings Association (collectively, the "Original Indenture").
7. Third Supplemental Indenture of Trust, dated as of October 1, 2004 (with the Original Indenture, the "Indenture"), by and between the City and BNY Western Trust Company, as successor trustee (the "Trustee").

8. Escrow Deposit and Trust Agreement, dated October 12, 2004, by and between the City and BNY Western Trust Company, as escrow bank (the "Escrow Bank"), relating to the refunding of a portion of the outstanding City of Burbank Refunding Revenue Bonds, 1995 Series A.
9. Continuing Disclosure Certificate of the City, dated October 12, 2004, as acknowledged by the Trustee, as dissemination agent.
10. Investment Agreement, dated October 12, 2004 (the "Investment Agreement"), by and between FSA Capital Management Services LLC, as provider (the "GIC Provider"), and the Trustee, as acknowledged by the City, together with Financial Guaranty Insurance Policy No. 90386-N, Certificate of GIC Provider and Opinion of General Counsel of the GIC Provider and Ambac's (as hereinafter defined) approval of the Investment Agreement.
11. Final Official Statement, dated September 21, 2004.
12. Certificate of Mailing Report of Final Sale to CDIAC, together with Report.

**B. CITY DOCUMENTS**

1. Incumbency and Signature Certificate of the City.
2. Certificate as to Arbitrage.
3. Officer's Certificate of the City, pursuant to Section 4(b)(vi) of the Bond Purchase Agreement.
4. Rule 15c2-12 Certificate of the City.
5. Request of the City to the Trustee regarding authentication and delivery of the Bonds, pursuant to Section 3.01 of the Indenture.
6. Certificate Regarding Use of Proceeds.
7. Request No. 1 of the City for Disbursement from the 2004 Costs of Issuance Fund, pursuant to Section 3.03 of the Indenture.
8. (Form of) Request of the City for Disbursement from the 2004 Project Fund, pursuant to Section 3.04 of the Indenture.
9. Request of the City to Trustee Regarding Investments, as acknowledged by the Trustee, pursuant to Section 4.03 of the Indenture.
10. Certificate of Mailing Information Return for Tax-Exempt Governmental Obligations, Form 8038-G, to the Internal Revenue Service Center, together with Form 8038-G.
11. Opinion of Dennis A. Barlow, Esq., City Attorney, pursuant to Section 4(b)(vii) of the Bond Purchase Agreement.

12. Opinion of Quint & Thimmig LLP, as Disclosure Counsel, pursuant to Section 4(b)(v) of the Bond Purchase Agreement.

**C. TRUSTEE AND ESCROW BANK DOCUMENTS**

1. Authentication and Incumbency Certificate of the Trustee and Escrow Bank, together with general signing resolution.
2. Certificate of Trustee, pursuant to Section 4(b)(ix) of the Bond Purchase Agreement.
3. Trustee's Receipt of Proceeds and Acknowledgment of Transfer of Funds.
4. Certificate of Escrow Bank, pursuant to Section 4(b)(xi) of the Bond Purchase Agreement.
5. Escrow Bank's Receipt and Application of Funds.
6. Opinion of Davis Wright Tremaine LLP, as Counsel to the Trustee and Escrow Bank, pursuant to Sections 4(b)(x) and 4(b)(xii) of the Bond Purchase Agreement.

**D. UNDERWRITER AND FINANCIAL ADVISOR DOCUMENTS**

1. Certificate of Underwriter pertaining to the reoffering price of the Bonds to the public and present value of the Policy (as hereinafter defined).
2. Underwriter's Receipt for Bonds.
3. Specimen Bonds. (*one per maturity*)
4. Verification Report of Grant Thornton LLP, pursuant to Section 4(b)(xvi) of the Bond Purchase Agreement.
5. Certificate of Ross Financial, as financial advisor, pertaining to solicitation of investment agreement.

**E. BOND INSURER DOCUMENTS**

1. Rating Letters of Moody's Investors Service and Standard & Poor's Rating Services, a division of The McGraw-Hill Companies, Inc., pursuant to Section 4(b)(xvii) of the Bond Purchase Agreement.
2. Ambac Assurance Corporation ("Ambac") Commitment to issue its Financial Guaranty Insurance Policy (the "Policy").
3. Specimen Policy No. 23071BE, issued by Ambac, pursuant to Section 4(b)(xiii) of the Bond Purchase Agreement.
4. Certificate of Ambac, pursuant to Section 4(b)(xv) of the Bond Purchase Agreement.

5. Opinion of General Counsel to Ambac regarding enforceability of the Policy, pursuant to Section 4(b)(xiv) of the Bond Purchase Agreement.

**F. BOND COUNSEL DOCUMENTS**

1. Final Approving Legal Opinion of Quint & Thimmig LLP, as Bond Counsel ("Bond Counsel").
2. Supplemental Opinion of Bond Counsel, pursuant to Section 4(b)(iii) of the Bond Purchase Agreement.
3. Defeasance Opinion of Bond Counsel, pursuant to Section 4(b)(iv) of the Bond Purchase Agreement.
4. Reliance Letter to the Underwriter Regarding Final Approving Legal Opinion of Bond Counsel.
5. Reliance Letter to the Trustee Regarding Final Approving Legal Opinion of Bond Counsel.
6. Reliance Letter to Ambac Regarding Final Approving Legal Opinion of Bond Counsel.